

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:

AKOUSTIS TECHNOLOGIES, INC., *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 24-12796 (LSS)

(Jointly Administered)

Ref. Nos. 485, 502 & 504

**NOTICE OF SECOND AMENDED<sup>2</sup> AGENDA FOR HEARING SCHEDULED  
FOR APRIL 30, 2025 AT 1:00 P.M. (ET) BEFORE THE HONORABLE LAURIE  
SELBER SILVERSTEIN AT THE UNITED STATES BANKRUPTCY COURT FOR  
THE DISTRICT OF DELAWARE 6TH FLOOR, COURTROOM NO. 2<sup>3</sup>**

This hearing will be conducted in-person. Parties may register with the link below no later than April 29, 2025 at 4:00 p.m.(ET)

Topic: Akoustis Technologies, Inc. - Case No. 24-12796 (LSS)  
When: April 30, 2025 at **1:00 P.M.** Eastern Time (US and Canada)

To attend a hearing remotely, please register on the court's website at  
<https://www.deb.uscourts.gov/ecourt-appearances>.

After the deadline has passed, an electronic invitation with the relevant audio or video link will be emailed to you prior to the hearing.

**MATTER GOING FORWARD:**

1. Motion of the Debtors for Entry of Orders (I)(A) Approving Bidding Procedures for the Sale of Substantially All of the Debtors' Assets, (B) Authorizing the Debtors to Enter Into the Stalking Horse Agreement and to Provide Bidding Protections Thereunder, (C) Scheduling an Auction and Approving the Form and Manner of Notice Thereof, (D) Approving Assumption and Assignment Procedures, (E) Scheduling a Sale Hearing and Approving the Form and Manner of Notice Thereof, and (F) Granting Related Relief; and (II)(A) Approving the Sale of the Debtors' Assets Free and Clear of Liens, Claims,

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Akoustis Technologies, Inc. (9046), Akoustis, Inc. (5617), Grinding and Dicing Services, Inc. (7929), and RFM Integrated Device Inc. (1138). The Debtors' corporate headquarters is located at 9805 Northcross Center Court, Suite A, Huntersville, NC 28078.

<sup>2</sup> **Amended items appear in bold.**

<sup>3</sup> All motions and other pleadings referenced herein are available free of charge by visiting the Debtors' case website at <https://cases.stretto.com/Akoustis>.

Interests, and Encumbrances, (B) Approving the Assumption and Assignment of Executory Contracts and Unexpired Leases, and (C) Granting Related Relief [D.I. 14, filed 12/16/2024]

Objection Deadline: April 11, 2025 at 4:00 p.m. ET

Related Documents:

- A. Declaration of Michael Pokrassa in Support of Motion of the Debtors for Entry of Orders (I)(A) Approving Bidding Procedures for the Sale of Substantially All of the Debtors' Assets, (B) Authorizing the Debtors to Enter into the Stalking Horse Agreement and to Provide Bidding Protections Thereunder, (C) Scheduling an Auction and Approving the Form and Manner of Notice Thereof, (D) Approving Assumption and Assignment Procedures, (E) Scheduling a Sale Hearing and Approving the Form and Manner of Notice Thereof, and (F) Granting Related Relief; and (II)(A) Approving the Sale of the Debtors' Assets Free and Clear of Liens, Claims, Interests and Encumbrances, (B) Approving the Assumption and Assignment of Executory Contracts and Unexpired Leases, and (C) Granting Related Relief [D.I. 15, filed December 16, 2024]
- B. Omnibus Notice of Second Day Hearing [D.I. 68, filed December 18, 2024]
- C. Notice of Filing of Revised Asset Purchase Agreement and Escrow Agreement [D.I. 84, filed December 23, 2024]
- D. Debtors' Reply in Support of the Bidding Procedures and Sale Motion [D.I. 124, filed January 5, 2025]
- E. Declaration of Mark D. Podgainy in Support of Debtors' Reply in Support of the Bidding Procedures and Sale Motion [D.I. 125, filed January 5, 2025]
- F. Notice of Filing of Revised Interim Order [D.I. 141, filed January 8, 2025]
- G. Notice of Sale, Bidding Procedures, Auction, Sale Hearing and Other Deadlines Related Thereto [D.I. 203, filed January 15, 2025]
- H. Notice of Cure Costs and Potential Assumption and Assignment of Executory Contracts and Unexpired Leases in Connection with Sale of Substantially All Assets [D.I. 208, filed January 16, 2025]
- I. Debtors' Motion For Entry of Order (A) Extending Time to Comply with Order (I) Approving Bidding Procedures for the Sale of Substantially All of the Debtors' Assets, (II) Authorizing the Debtors to Enter into Stalking Horse Agreement and to Provide Bidding Protections Thereunder, (III) Scheduling an Auction and Approving the Form and Manner of Notice Thereof, (IV) Approving Assumption and Assignment Procedures, (V) Scheduling a Sale Hearing and Approving the Form and Manner of Notice Thereof, and (VI) Granting Related Relief; and (B) Granting Related Relief [D.I. 213, filed January 17, 2025]

- J. Debtors' Second Motion For Entry Of Order (A) Extending Time To Comply With Order (I) Approving Bidding Procedures For The Sale Of Substantially All Of The Debtors' Assets, (II) Authorizing The Debtors To Enter Into Stalking Horse Agreement And To Provide Bidding Protections Thereunder, (III) Scheduling An Auction And Approving The Form And Manner Of Notice Thereof, (IV) Approving Assumption And Assignment Procedures, (V) Scheduling A Sale Hearing And Approving The Form And Manner Of Notice Thereof, And (VI) Granting Related Relief; And (B) Granting Related Relief [D.I. 224, filed January 21, 2025]
- K. Debtors' Third Motion For Entry Of Order (A) Extending Time To Comply With Order (I) Approving Bidding Procedures For The Sale Of Substantially All Of The Debtors' Assets, (II) Authorizing The Debtors To Enter Into Stalking Horse Agreement And To Provide Bidding Protections Thereunder, (III) Scheduling An Auction And Approving The Form And Manner Of Notice Thereof, (IV) Approving Assumption And Assignment Procedures, (V) Scheduling A Sale Hearing And Approving The Form And Manner Of Notice Thereof, And (VI) Granting Related Relief; And (B) Granting Related Relief [D.I. 233, filed January 24, 2025]
- L. Order (A) Extending Time to Comply with Order (I) Approving Bidding Procedures for the Sale of Substantially All of the Debtors' Assets, (II) Authorizing the Debtors to Enter into Stalking Horse Agreement and to Provide Bidding Protections Thereunder, (III) Scheduling an Auction and Approving the Form and Manner of Notice Thereof, (IV) Approving Assumption and Assignment Procedures, (V) Scheduling a Sale Hearing and Approving the Form and Manner of Notice Thereof, and (VI) Granting Related Relief; and (B) Granting Related Relief [D.I. 314, entered February 20, 2025]
- M. Second Order (A) Extending Time to Comply with Order (I) Approving Bidding Procedures for the Sale of Substantially All of the Debtors' Assets, (II) Authorizing the Debtors to Enter into Stalking Horse Agreement and to Provide Bidding Protections Thereunder, (III) Scheduling an Auction and Approving the Form and Manner of Notice Thereof, (IV) Approving Assumption and Assignment Procedures, (V) Scheduling a Sale Hearing and Approving the Form and Manner of Notice Thereof, and (VI) Granting Related Relief; and (B) Granting Related Relief [D.I. 315, entered February 20, 2025]
- N. Third Order (A) Extending Time to Comply with Order (I) Approving Bidding Procedures for the Sale of Substantially All of the Debtors' Assets, (II) Authorizing the Debtors to Enter into Stalking Horse Agreement and to Provide Bidding Protections Thereunder, (III) Scheduling an Auction and Approving the Form and Manner of Notice Thereof, (IV) Approving Assumption and Assignment Procedures, (V) Scheduling a Sale Hearing and Approving the Form and Manner of Notice Thereof, and (VI) Granting Related Relief; and (B) Granting Related Relief [D.I. 316, entered February 20, 2025]

- O. Notice of Status Conference [D.I. 317, filed February 21, 2025]
- P. Status Report of Qorvo, Inc. in Advance of March 6, 2025 Status Conference [D.I. 335, filed March 4, 2025]
- Q. Debtor's Status Report [D.I. 336, filed March 4, 2025]
- R. Notice of Amended Cure Costs and Potential Assumption and Assignment of Executory Contracts and Unexpired Leases in Connection with Sale of Substantially All Assets [D.I. 388, filed March 27, 2025]
- S. [SEALED] Debtors' Response to Qorvo, Inc.'s Trade Secret Objection [D.I. 441, filed April 16, 2025]
- T. [SEALED] Declaration of John J. Cotter in Support of Debtors' Response to Qorvo, Inc.'s Trade Secret Objection [D.I. 444, filed April 16, 2025]
- U. [SEALED] Declaration of Michael Perry [D.I. 445, filed April 16, 2025]
- V. [SEALED] Declaration of Hosam Bastawros [D.I. 446, filed April 16, 2025]
- W. [SEALED] Revised Declaration of Cristian Cassella, Ph.D. [D.I. 447, filed April 16, 2025]
- X. Debtors' Response to Qorvo, Inc.'s Trade Secret Objection (Redacted), [D.I. 464, filed April 22, 2025]
- Y. Declaration of John J. Cotter in Support of Debtors' Response to Qorvo, Inc.'s Trade Secret Objection [D.I. 465 (Redacted), filed April 22, 2025]
- Z. Declaration of Michael Perry [D.I. 466 (Redacted), filed April 22, 2025]
- AA. Declaration of Hosam Bastawros [D.I. 467 (Redacted), filed April 22, 2025]
- BB. Notice of Second Amended Cure Costs and Potential Assumption and Assignment of Executory Contracts and Unexpired Leases in Connection with Sale of Substantially All Assets [D.I. 452, filed April 18, 2025] (the "Second Amended Cure Notice")
- CC. Letter Ruling re: Sale Motion/Trade Secret Objection [D.I. 453, entered April 18, 2025, docketed April 21, 2025]
- DD. Supplemental Notice of Cure Costs and Potential Assumption and Assignment of Executory Contracts and Unexpired Leases in Connection With Sale of Substantially All Assets [D.I. 474, filed April 24, 2025]
- EE. Notice of Successful Bidders in Connection with the Sales of the Debtors' Assets [D.I. 479, filed April 26, 2025]

- FF. Debtors' Reply to Qorvo, Inc.'s Initial Sale Objection and Objection to Notice of Second Amended Cure Costs and Potential Assumption and Assignment of Executory Contracts [D.I. 480, filed April 27, 2025]
- GG. Notice of Debtors' Witness and Exhibit List for the Hearing on April 30, 2025 [D.I. 484, filed April 28, 2025]
- HH. Notice of Filing of Proposed Sale Order and Asset Purchase Agreement [D.I. 495, filed April 29, 2025]
- II. Affidavit of Service [D.I. 497, filed April 29, 2025]
- JJ. Affidavit of Service [D.I. 498, filed April 29, 2025]
- KK. Declaration of Mark D. Podgainsky in Support of Motion of the Debtors for Entry of Orders (I) Approving the Sale of the Debtors' Assets Free and Clear of Liens, Claims, Interests, and Encumbrances, (II) Approving the Assumption and Assignment of Executory Contracts and Unexpired Leases, and (III) Granting Related Relief [D.I. 499, filed April 29, 2025]
- LL. Declaration of Michael Pokrassa in Support of Motion of the Debtors for Entry of Orders (I) Approving the Sale of the Debtors' Assets Free and Clear of Liens, Claims, Interests, and Encumbrances, (II) Approving the Assumption and Assignment of Executory Contracts and Unexpired Leases, and (III) Granting Related Relief [D.I. 500, filed April 29, 2025]
- MM. [SEALED] Declaration of John Cotter in Support of Motion of the Debtors for Entry of Orders (I) Approving the Sale of the Debtors' Assets Free and Clear of Liens, Claims, Interests, and Encumbrances, (II) Approving the Assumption and Assignment of Executory Contracts and Unexpired Leases, and (III) Granting Related Relief [D.I. 501, filed April 29, 2025]
- NN. [SEALED] Notice of Filing of Schedules to Asset Purchase Agreement [D.I. 503, filed April 30, 2025]
- OO. Notice of Sale Hearing Time Change [D.I. 504, filed April 30, 2025]
- PP. Second Notice of Sale Hearing Time Change [D.I. 505, filed April 30, 2025]
- QQ. [SEALED] Declaration of Michael Perry in Support of Motion of the Debtors for Entry of Orders (I) Approving the Sale of the Debtors' Assets Free and Clear of Liens, Claims, Interests, and Encumbrances, (II) Approving the Assumption and Assignment of Executory Contracts and Unexpired Leases, and (III) Granting Related Relief [D.I. 508, filed April 30, 2025]
- RR. Notice of Filing of Revised Proposed Sale Order [D.I. 510, filed April 30, 2025]

**SS. Notice of Debtors' Amended Witness and Exhibit List for the Hearing on April 30, 2025 [D.I. 509, filed April 30, 2025]**

Responses:

- A. Informal response with respect to cure amount received from Messer LLC
- B. Qorvo, Inc.'s Initial Sale Objection and Objection to Notice of Second Amended Cure Costs and Potential Assumption and Assignment of Executory Contracts [D.I. 469, filed April 23, 2025]
- C. Qorvo, Inc.'s Supplemental Sale Objection and Objection to Supplemental Notice of Cure Costs and Potential Assumption and Assignment of Executory Contracts [D.I. 489, filed April 29, 2025]

Status: This matter is going forward with respect to the sale of the Akoustis Assets. The hearing with respect to the approval of the sale of the GDSI Assets is adjourned to a date to be determined. The Debtors are in discussions with Qorvo, Inc. regarding resolution of its objection to the sale.

Dated: April 30, 2025  
Wilmington, Delaware

**LANDIS RATH & COBB LLP**

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